

REVENIO

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Revenio Group Corporation Remuneration Policy

1. Introduction

REVENIO'S remuneration reporting consists of the Remuneration Policy presented to the Annual General Meeting at least once every four years and, from 2021, the Remuneration Report, presented each year. The Remuneration Report provides information on the fees paid to the Company's governing bodies in the financial period.

The remuneration policy to be presented to the Annual General Meeting 2026 and the changes made to the previous remuneration policy presented to the Annual General Meeting 2025 are based on the decision of the Annual General Meeting 2026 to establish a Shareholders' Nomination Board. The changes update the remuneration policy to reflect the existence of the Shareholders' Nomination Board and the duties assigned to it. Otherwise, the changes compared to the previous remuneration policy are mainly technical in nature.

This Remuneration Policy defines the principles for the remuneration of Revenio's governing bodies, i.e. the Board of Directors and the CEO.

The objective of remuneration is to promote the implementation of Revenio's strategy and Revenio's long-term financial success, competitiveness, and the favorable development of shareholder value. The objective of the remuneration is also to support the realization of the sustainability goals defined by the Company and thereby create value for the Company's stakeholders, society, people and the planet. Remuneration is the Company's key incentive and a tool to commit key employees to the Company. Remuneration also plays a key role in ensuring competitive recruitment for the Company. The Company's current strategy is a growth strategy, which the Company seeks to consider in the methods and conditions of remuneration.

The Company's objective is fair and encouraging remuneration at all organizational levels, which is why the Company's employee salary and remuneration terms are also taken into consideration when deciding on the remuneration of governing bodies.

The Remuneration Policy follows the globally applicable remuneration principles for Revenio's entire personnel. Revenio aims to provide a competitive basic salary level, considering, among other things, geographical location, level of responsibility, contribution to business, experience and performance. The Company is committed to equality and determines pay levels regardless of gender, age, ethnicity, religion or other creed. Remuneration at Revenio is a combination of different elements aimed at ensuring that employees benefit from the Company's success. The company periodically assesses the competitiveness of the company's remuneration in relation to other international listed companies.

2. Remuneration decision-making process

STATUTORY GOVERNING bodies are the Annual General Meeting, Board of Directors and CEO. The statutory governing bodies are supported by the Company's Chief Financial Officer. The Company may also have committees appointed by the Board of Directors.

The remuneration paid to the Board of Directors is decided by Revenio Group Corporation's Annual General Meeting. The Shareholders' Nomination Board, representing the Company's largest shareholders, prepares the remuneration proposal for the Board of Directors to the Annual General Meeting.

Revenio's Board of Directors decides on the remuneration of the CEO, and the Leadership Team, as well as other financial benefits and the grounds for the performance-based bonus systems, including the issuance of any option rights and share-based remuneration within the framework of the terms and conditions decided by the Annual General Meeting and the Remuneration Policy that is presented to the Annual General Meeting.

Based on the recommendations of supervisors, the CEO approves the salaries and remuneration of personnel outside the Leadership Team as well as the grounds for their performance-based bonus schemes. The Board or a committee appointed by the Board prepares proposals for the overall remuneration of the CEO, and members of the Leadership Team. The fixed salaries of the members of the Leadership Team are, however, approved based on a proposal made by the CEO. To avoid conflicts of interest, no person shall be involved in deciding their own remuneration.

3. Remuneration of the Board of Directors

THE REMUNERATION paid to the Board of Directors is decided by the Annual General Meeting based on a remuneration proposal prepared by Revenio's Shareholders' Nomination Board.

The remuneration of the Chair of the Board, Vice Chair of the Board and Board Members consists of an annual fee and meeting fees that are paid on the basis of attendance. Members of committees established by the Board are paid an additional annual fee in accordance with the decision of the Annual General Meeting. The annual fees can either be paid exclusively in cash, or it can consist of a combination of the Company's shares and cash, whereas meeting fees are always paid in cash. Travel costs of Board members will be reimbursed according to the Company's currently valid travel policy. The Annual General Meeting can also decide on the criteria for other forms of remuneration. The decisions of the Annual General Meeting concerning the remuneration of Board members are disclosed in the same stock exchange release with other matters of the Annual General Meeting.

The members of the Board of Directors do not have an employment or service relationship with the Company or its Group companies, and they do not serve in advisory duties in these. The members of the Board of Directors are not entitled to employment-related salary-related benefits, remuneration or financial or other benefits that are not related to board membership, or pension benefits. To ensure the independence of the Board of Directors, the members of the Board of Directors are not included in the incentive schemes for senior management and other personnel.

4. Remuneration of the CEO

THE BOARD OF DIRECTORS decides on the CEO's remuneration within the framework of the Remuneration Policy for governing bodies presented at the Annual General Meeting.

The remuneration of the CEO consists of a fixed salary (including supplementary pension and fringe benefits), and a variable portion. The variable portion consists of:

- a short-term performance-based bonus scheme (STI), to be confirmed annually, and
- long-term share-based incentive schemes (LTI) vested over a longer earning period, typically three years.

The Board of Directors shall set a maximum amount for the CEO's annually confirmed short-term performance-based bonus.

The criteria for the short-term performance-based bonus scheme are typically growth, profitability and cash flow performance at Group level, along with a discretionary portion based on personal performance versus set performance goals. The Board of Directors may choose to raise or lower the annual bonus paid to the CEO and Group Leadership Team by 50%.

Long-term incentive schemes form part of the Company's total compensation program for the CEO, Leadership Team and select key personnel and are aimed at supporting the implementation of the Company's strategy and harmonizing the objectives of the CEO and other key personnel and Company shareholders in order to grow the Company's value and to attract, retain, and engage qualified members of the executive management to drive the Company's strategy in a sustainable way.

The Company's Board of Directors shall separately decide on the launch of share-based long-term incentive schemes and their earning period within limits of the authorization granted by the Annual General Meeting. The Board of Directors shall decide separately on the minimum, target and maximum bonus of each participant, as well as performance criteria and the related targets.

The variable salary portion of the CEO's remuneration is approximately the size of the fixed component at the target level and approximately the size of 2 x the fixed component at the maximum level.

The Board of Directors decides on the other key terms of the CEO's service contract. The CEO's service contract is subject to customary termination conditions. The CEO's service contract also includes non-disclosure, non-competition and prohibition of enticement clauses applicable to the CEO.

5. Terms for deferral and possible clawback of remuneration

WHEN APPLYING the variable portion, Revenio's Board of Directors may decide on the deferral or clawback of the CEO's remuneration, in part or in full, if the CEO's service relationship with Revenio Group Corporation ends before the end of the earning period. The Board of Directors also has the right to decrease, cancel or claw back bonuses already paid for a weighty reason if the grounds for their payment involve a major irregularity or unethical conduct that has affected financial reporting or remuneration.

6. Requirements for temporary deviation

THE REMUNERATION of governing bodies takes place within the limits of the Remuneration Policy presented by the Company to the Annual General Meeting. However, the Board of Directors of Revenio may deviate from the Remuneration Policy temporarily for compelling reasons if the long-term financial success, competitiveness and development of shareholder value of the Company so require.

The possibility to temporarily deviate from the Remuneration Policy is only applied in exceptional circumstances in which the Company's key operating conditions have changed after the Annual General Meeting discussed the Remuneration Policy due to a change of CEO, a corporate arrangement such as a merger or takeover bid, or regulatory changes, and the valid Remuneration Policy would no longer be appropriate in these changed circumstances.

If deviating from the Remuneration Policy is assessed to have continued to the point that it cannot be deemed temporary, the Company shall prepare a revised Remuneration Policy to be discussed at the next possible Annual General Meeting. The provisions concerning the availability of the notice convening the Annual General Meeting and meeting material could lead to it not being possible to present the new Remuneration Policy to the next Annual General Meeting if the need for deviation arises close to the date of the Annual General Meeting in question. In such situations, the Company shall present the Remuneration Policy to the Annual General Meeting for which it can be properly prepared.

If the temporary deviation from the Remuneration Policy concerns the remuneration of a new CEO, or the policy has been deviated from due to a corporate arrangement or other corresponding exceptional situation, the new terms and conditions concerning remuneration shall be valid as agreed regardless of the duration of the temporary deviation.